



February 10, 2015

The Trinidad & Tobago Securities and Exchange Commission  
57-59 Dundonald Street  
Port of Spain

Attention: Mr. Ayoub Barcoo  
Director of Market Regulation and Surveillance

Dear Mr. Barcoo,

**Re: Material Change Report Pursuant to Section 64 of the Securities Act, 2012 - Change in  
Directorate at Massy Holdings Ltd. ("the Company")**

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We wish to advise that at an Annual Meeting of the Shareholders of the Massy Holdings Ltd. held on Friday, February 6, 2015, the Shareholders of the Company elected Ms. Maxine Williams as a Director of the Company.

A copy of the Material Change Report is now enclosed.

Notification of this change was published in the Trinidad Express and Trinidad Guardian newspapers on Sunday February 8, 2015 and a copy is hereto attached.

Kindly acknowledge receipt of this letter in due course.

Yours faithfully,

  
Wendy Kerry  
Corporate Secretary

# FORM 10

## MATERIAL CHANGE REPORT

Pursuant to Section 64 of the Securities Act, 2012 and by-law 50 of the Securities (General) By-Laws, 2013



<b>General Instructions:</b>	<p>Please complete all relevant sections; where the allocated space is insufficient, you may continue on a separate page and attach to the completed form. All supporting information and attached pages should be appropriately numbered and referenced.</p> <p>This report and any attachments should be certified by a Senior Officer of the Reporting Issuer.</p> <p>Completed reports should be submitted to:</p> <p style="padding-left: 40px;">The Director Market Regulation &amp; Surveillance Trinidad and Tobago Securities and Exchange Commission 57-59 Dundonald Street Port of Spain Trinidad</p>
<b>Item 1</b>	State the name of the reporting issuer, and include its business address.
<b>Item 2</b>	State the date on which the material change occurred.
<b>Item 3</b>	Provide sufficient disclosure regarding the material change to enable a reader to appreciate the nature and substance of the material change without having to refer to any other sources. Examples of matters that would be subject to disclosure include: dates, parties, terms and conditions, effect on financial condition, value, reasons for the change, purpose of the change, and a general comment on the probable impact of the material change on the reporting issuer.
<b>Item 4</b>	State whether the issuer is seeking an exemption for publishing a notice in accordance with Section 64(2) of the Securities Act 2012, and complete the associated "yes" or "no" sections of the form accordingly.
<b>Item 5</b>	Give the name, position, business telephone number and email address of a senior officer of the reporting issuer who may be contacted to discuss further details regarding the material change.
<b>Item 6</b>	Include the signature of the Senior Officer identified in Item 5, confirming the material change report, and certifying the statement outlined.



**FORM 10**  
**MATERIAL CHANGE REPORT**

**Pursuant to section 64 of the Securities Act, 2012 and by-law 50 of the Securities (General)  
By-Laws, 2013**

1. NAME OR REPORTING ISSUER

Name of Reporting Issuer
Massy Holdings Ltd – 63 Park Street, Port of Spain

2. DATE OF MATERIAL CHANGE

Date of material change
6/2/15

3. DESCRIPTION OF MATERIAL CHANGE

Provide a description of the material change
At an Annual Meeting of the Shareholders of the Massy Holdings Ltd. held on Friday, February 6, 2015, the Shareholders of the Company elected Ms. Maxine Williams as a Director of the Board.

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<b>Item 6</b>	Include the signature of the Senior Officer identified in Item 5, confirming the material change report, and certifying the statement outlined.

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4. DETAILS OF PUBLICATION OF MATERIAL CHANGE

	YES	NO
Will you be seeking an exemption from publishing a notice in accordance with section 64(2) of the Securities Act 2012?	<input type="checkbox"/>	<input type="checkbox"/> No

If "No"

Proposed Date of Publication of Notice (dd/mmm/yyyy)	8/2/15
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If "Yes"


State the reasons for applying for the exemption

5. DETAILS OF SENIOR OFFICER

Name (First name, Last name)	Ms. Wendy Kerry
Position in Organization	Corporate Secretary & Legal Advisor
Business Address	63 Park Street Port of Spain
Work Phone (1-xxx-xxx-xxxx)	1-868-625-3426
Fax Phone(1-xxx-xxx-xxxx)	1-868-627-9061
Email Address	Wendy.kerry@massygroup.com

6. DATE, CERTIFICATION AND SIGNATURE

I hereby certify that the statement and information contained in this form and any attachment hereto are true and correct to the best of my knowledge and belief and submitted in compliance with the provisions of the Securities Act, 2012. I understand that any misrepresentation, falsification or material omission of information on this application may result in a breach of the Securities Act, 2012.

WENDY KERRY            CORPORATE SECRETARY / LEGAL ADVISOR      FEB 10, 2015  
 Print Name                      Signature                      Position                      Date

**FOR OFFICIAL USE ONLY**

Tool	ID Information
Registrant's Number	
Director's Number	
Document / Record Number	
Record's Management Date Received (dd/mm/yyyy)	

Approved By : \_\_\_\_\_ Date (DD/MM/YYYY) \_\_\_\_\_





**The Chairman of the Board of Massy Holdings Ltd., Mr. Robert Bermudez, is pleased to announce that the Shareholders of the Company, at the Annual Meeting held on February 6, 2015, elected Ms. Maxine Williams to the Board of Directors.**

Ms. Williams, a citizen of Trinidad and Tobago, is the Global Director of Diversity at Facebook. In this role, she develops strategies to harness the unlimited potential of Facebook's talent while managing a high-performing team of diversity programme managers from the company's headquarters in California.

Prior to Facebook, she served as the Director of Diversity for a multinational law firm with a focus on cross-border expertise, particularly in international arbitration, project finance, banking and antitrust. She was responsible for developing and implementing a global diversity plan for the multinational law firm comprised of almost 2,000 attorneys, two-thirds of

whom were based in offices outside of the United States with clients in 115 countries around the world. As an attorney, she has represented clients in criminal, civil and Industrial courts in Trinidad and Tobago, and in the United Kingdom at the Privy Council. Ms. Williams has worked with multiple international organisations on development and human rights issues and has had a parallel career as a broadcast journalist, actress and on-air presenter.

Ms. Williams is a graduate of St. Joseph's Convent, Port of Spain, Yale University and Oxford University where she received her law degree with first-class honours while attending as a Rhodes Scholar.